

**UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF TEXAS
AUSTIN DIVISION**

MEI PANG, Individually and on Behalf of
All Others Similarly Situated,

Plaintiff,

v.

MICHAEL LEVITT, MICHAEL
TRZUPEK, and DENISE STERLING,

Defendants.

Case No. 1:22-cv-01191-LY

CLASS ACTION

**NOTICE OF FILING OF CORRECTED EXHIBIT C TO DECLARATION OF
THANE T. SPONSEL III (DKT NO. 24)**

Movant The Core Scientific Investor Group herewith submits a corrected Exhibit C to the Declaration of Thane T. Sponsel III (Dkt. No. 24). The attached corrected Exhibit C, the Joint Declaration of the Movant in support of its Motion for Appointment as Lead Plaintiff and Selection of Counsel, is being resubmitted because it did not contain one of the declarant's signatures when it was originally filed.

DATED: January 18, 2023

Respectfully submitted,

SPONSEL MILLER GREENBERG PLLC

/s/ Thane Tyler Sponsel III

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Counsel for Michael Saunders and Proposed Co-Lead Counsel for the Class

CERTIFICATE OF SERVICE

I, Thane Tyler Sponsel III, hereby certify that this document was filed through the CM/ECF system and will be sent electronically to the registered participants as identified on the Notice of Electronic Filing on this 18th day of January, 2023.

/s/ Thane Tyler Sponsel III
Thane Tyler Sponsel III

EXHIBIT C

**UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF TEXAS**

MEI PANG, Individually and on Behalf of
All Others Similarly Situated,

Plaintiff,

v.

CORE SCIENTIFIC INC., MICHAEL
LEVITT, MICHAEL TRZUPEK, and
DENISE STERLING,

Defendants.

Case No.: 1:22-cv-01191-LY

**JOINT DECLARATION IN SUPPORT OF THE MOTION OF THE
CORE SCIENTIFIC INVESTOR GROUP FOR APPOINTMENT AS
LEAD PLAINTIFF AND APPROVAL OF SELECTION OF COUNSEL**

We, the undersigned, pursuant to 28 U.S.C. § 1746, declare as follows:

1. We, Bryan Harlan, Michael Saunders, Robert Sklodowski, Jr., and Kristi Berry (“Movants”), respectfully submit this Joint Declaration in support of our Motion for Appointment as Lead Plaintiff and Approval of Selection of Counsel (the “Joint Declaration”). We each have personal knowledge about the information contained in this Joint Declaration as to ourselves.

2. We are informed of and understand the requirements of serving as lead plaintiff pursuant to the Private Securities Litigation Reform Act of 1995 (the “PSLRA”). We understand that each of us could have chosen to pursue individual actions, individual motions for appointment as lead plaintiff, or taken no action and remained absent class members. However, we have decided to move for co-lead plaintiffs in this case jointly because we believe combining our collective resources and knowledge will best serve the Class.¹ This is in part due to the fact that we purchased

¹ The “Class” consists of all purchasers of Core Scientific Inc. (“Core Scientific” or the “Company”) securities between January 3, 2022 and October 26, 2022, inclusive (the “Class Period”).

Core Scientific securities at different times during the Class Period and believe that, together, we can provide better representation of the Class.

3. I, Bryan Harlan, as reflected in my Certification, purchased Core Scientific securities during the Class Period and suffered a substantial loss as a result of the violations of the federal securities laws alleged in the Action. I am motivated to recover this loss for my own benefit and the benefit of all members of the Class. I currently reside in Dallas, Texas. I have an MBA. I am currently employed as Chief Executive Officer. I consider myself to be a sophisticated investor and have been investing for twenty-five years. I decided to seek appointment as lead plaintiff with Michael Saunders, Robert Sklodowski, Jr., and Kristi Berry after learning of their motivations to recover on behalf of investors and that we were each in discussions with our counsel to pursue claims on behalf of the Class.

4. I, Michael Saunders, as reflected in my Certification, purchased Core Scientific securities during the Class Period and suffered a substantial loss as a result of the violations of the federal securities laws alleged in the Action. I am motivated to recover this loss for my own benefit and the benefit of all members of the Class. I currently reside in Toronto, Ontario, Canada. I possess a bachelor's degree in Hotel & Food Administration. I am currently building a startup company for material handling and am the Director of Operations/CTO. I consider myself to be a sophisticated investor and have been investing for approximately two years. Further, I have experience hiring and overseeing attorneys for a breach of contract claim against a former employer. I decided to seek appointment as lead plaintiff with Bryan Harlan, Robert Sklodowski, Jr., and Kristi Berry after learning of their motivations to recover on behalf of investors and that we were each in discussions with our counsel to pursue claims on behalf of the Class.

5. I, Robert Sklodowski, Jr., as reflected in my Certification, purchased Core Scientific securities during the Class Period and suffered a substantial loss as a result of the

violations of the federal securities laws alleged in the Action. I am motivated to recover this loss for my own benefit and the benefit of all members of the Class. I currently reside in Phoenix, Arizona. I have an MBA and I am also a licensed CPA. I am currently employed as an insurance agent. I consider myself to be a sophisticated investor and have been investing for twenty-five years. I decided to seek appointment as lead plaintiff with Michael Saunders, Bryan Harlan, and Kristi Berry after learning of their motivations to recover on behalf of investors and that we were each in discussions with our counsel to pursue claims on behalf of the Class.

6. I, Kristi Berry, as reflected in my Certification, purchased Core Scientific securities during the Class Period and suffered a substantial loss as a result of the violations of the federal securities laws alleged in the Action. I am motivated to recover this loss for my own benefit and the benefit of all members of the Class. I currently reside in Lexington, South Carolina. I have a bachelor's degree in Fine Arts. I currently own and run a florist company. Officer. I consider myself to be a sophisticated investor and have been investing for approximately fifteen years. I decided to seek appointment as lead plaintiff with Bryan Harlan, Michael Saunders, and Robert Sklodowski, Jr. after learning of their motivations to recover on behalf of investors and that we were each in discussions with our counsel to pursue claims on behalf of the Class.

7. We, Michael Saunders, Bryan Harlan, Robert Sklodowski, Jr., and Kristi Berry believe that the allegations against Core Scientific are meritorious and that the Class will benefit from having highly motivated investors with substantial financial interests at stake like ourselves to control the class action. If appointed co-lead plaintiffs, our primary goal will be to ensure that the Class achieves the largest possible recovery.

8. We contacted and retained the firms of Levi & Korsinsky, LLP ("LK") and Bragar Eagel & Squire, P.C. ("BES") to represent us in the Action as Co-Lead Counsel. After discussing the allegations against Core Scientific, the procedural background of the Action, the process of

appointing a lead plaintiff in cases such as this, and attorneys' fees, we learned of each other's existence and similar willingness to litigate the claims of the Class.

9. We have communicated about, among other things: the allegations and the strength of the claims against defendants; a strategy for prosecuting the Action; the role of the lead plaintiff and the lead plaintiff selection and litigation process; the benefits that the class would receive from the leadership by investors like us; a shared desire to achieve the best possible result for the class; our interests in prosecuting the case in a collaborative manner; attorney's fees; and the actions that we will take to continue to ensure that the claims will be zealously and efficiently litigated.

10. We believe that the Class will benefit from having three highly motivated investors with substantial financial interests at stake as co-lead plaintiffs. We feel that our combined efforts and knowledge will better represent the Class as a whole, which is likely made up of the same composition. We decided to work together to collaborate and exercise joint decision-making. Further, as mentioned above, we also purchased Core Scientific securities at different times. Due to the fact that we purchased Core Scientific securities at different stages in the Class Period, we are able to represent a cross-section of shareholders injured in this Action. We agree to work collaboratively to represent all Core Scientific shareholders who suffered damages during the Class Period and to ensure that the Class achieves the largest recovery possible.

11. We each understand that, if appointed, we would act in the best interests of the Class during the course of the litigation to provide effective representation and to ensure that Co-Lead Counsel effectively litigates the Action. If appointed as co-lead plaintiffs, we agree to actively manage the prosecution of the Action including reviewing documents, having joint calls, discussing through email any developments, participating in discovery, and exercising joint decision-making to execute a strategy to maximize the recovery of the entire Class. We are confident in our ability to reach joint decisions regarding litigation matters and will use consensus

decision making to maximize the recovery for the Class. However, if ever there is a disagreement between us that cannot be resolved, Bryan Harlan will have the deciding vote given his relative larger financial interest in the Action.


12. We select LK and BES to serve as Co-Lead Counsel on behalf of the Class and believe LK and BES have the experience and ability to effectively and expeditiously bring the Action to a close and achieve a strong recovery on behalf of the Class. We are familiar with the experience, resources, and successes of our proposed Co-Lead Counsel. We are well aware that LK and BES are accomplished law firms with a history of achieving significant settlements and corporate governance reforms with defendants. Indeed, we believe that the firms' prior experience of effectively litigating complex class action lawsuits will provide comfort that the proposed Class will receive the best possible representation. We also believe that LK and BES will vigorously prosecute the Action in a cost-effective manner and in the best interests of all Class members.

13. It is our goal to resolve the Action in an expeditious manner that is fair to all members of the Class. Through supervision of our chosen counsel, LK and BES, we will ensure that the Action is prosecuted for the benefit of the Class in an efficient and effective manner. In that regard, we will direct LK and BES to prosecute the Action in such a way to achieve a fair result for all members of the Class. We have implemented communication procedures to ensure that we can quickly communicate and make decisions on short notice. We understand that we may call for a meeting or conference call at any time, including on an emergency basis if necessary. We understand that meetings, conference calls, and communications may be conducted without counsel. We agree to contact one another when necessary to facilitate the best interests of the Class and to prosecute the Action. We do not foresee any problems communicating with one another or staying abreast of the progress of the litigation.

[Signatures on following pages]

I, Bryan Harlan, declare, pursuant to 28 U.S.C. § 1746, under the penalty of perjury that the foregoing is true and correct.

Executed this 14th day of January, 2023.


Bryan K Harlan (Jan 14, 2023 13:56 MST)

Bryan Harlan

I, Michael Saunders, declare, pursuant to 28 U.S.C. § 1746, under the penalty of perjury that the foregoing is true and correct.

Executed this 13th day of January, 2023.




Michael Saunders (Jan 13, 2023 20:11 EST)

Michael Saunders

I, Robert Sklodowski, Jr., declare, pursuant to 28 U.S.C. § 1746, under the penalty of perjury that the foregoing is true and correct.

Executed this 13th day of January, 2023.


Robert Sklodowski Jr (Jan 13, 2023 16:48 MST)

Robert Sklodowski, Jr.

I, Kristi Berry, declare, pursuant to 28 U.S.C. § 1746, under the penalty of perjury that the foregoing is true and correct.

Executed this 13th day of January, 2023.

Kristi Berry
Kristi Berry (Jan 13, 2023 22:21 EST)

Kristi Berry